

RECORDATION NO. 25446-A FILED

FEB 11 '05 10:35 AM

SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)
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OF COUNSEL
URBAN A. LESTER

February 10, 2005

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Assignment of Lease Agreement, dated as of February 10, 2005, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease previously filed with the Board under Recordation Number 25446.

The names and addresses of the parties to the enclosed document are:

Assignor: The Andersons, Inc.
480 West Dussel Drive
Maumee, Ohio 43537

Assignee: Wells Fargo Equipment Finance, Inc.
Investors Building, Suite 700
733 Marquette Avenue
Minneapolis, Minnesota 55402

Mr. Vernon A. Williams
February 10, 2005
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A description of the railroad equipment covered by the enclosed document is:

16 railcars within the series AEX 8600 - AEX 9148 as more particularly set forth in the equipment schedule attached to the document.

A short summary of the document to appear in the index is:

Memorandum of Assignment of Lease Agreement.

Also enclosed is a check in the amount of \$32.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/anm
Enclosures

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MEMORANDUM OF ASSIGNMENT OF LEASE AGREEMENT

^{February} This ~~MEMORANDUM~~ ^{SURFACE TRANSPORTATION BOARD} OF ASSIGNMENT OF LEASE AGREEMENT ("Assignment") is made entered into as of ~~January 10~~ ^{February 10}, 2005, by and between The Andersons, Inc. ("Assignor") and Wells Fargo Equipment Finance, Inc. ("Assignee").

WHEREAS, The Anderson, Inc., as Lessor, and Bunge North America, Inc., as Lessee, have heretofore entered into that certain Master Lease Agreement #200101-BNA dated as of dated April 2, 2002 and Rider #R00635 dated November 8, 2004 (collectively, the "Lease") pertaining to the rail cars described therein ("Equipment"). Evidence of the Lease has been recorded with the Surface Transportation Board pursuant to 49 U.S.C. §11301 simultaneously with this Assignment and assigned recordation number 25446.

NOW, THEREFORE, in consideration of the sum of Ten Dollars (\$10.00) in hand paid, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns to Assignee all right, title and interest of Assignor in, to and under the Lease; and Assignee accepts such assignment.

This Assignment may be executed in any number of counterparts, each executed counterpart constituting an original but altogether only one and the same assignment.

IN WITNESS WHEREOF, the parties have executed or caused this Assignment to be executed as of the day and year first written above.

(Signature Page)



ASSIGNOR: THE ANDERSONS, INC.

By: Gary Smith
Gary Smith
Title: Vice President, Finance & Treasurer

STATE OF OHIO)
COUNTY OF LUCAS) ss:

Before me, a Notary Public, in and for said county and state, personally appeared Gary Smith, Vice President, Finance & Treasurer of The Andersons, Inc., an Ohio corporation, who acknowledged that he being thereunto duly authorized, did sign the foregoing instrument in behalf of said corporation and by authority of its Board of Directors on behalf of the corporation and that the same is the free act and deed of said officer and of said corporation.

In Testimony Whereof, I have hereunto set my hand and official seal at Maumee, Ohio this 24 day of February, 2005.



Marian R. Emch
Notary Public
My Commission Expires: _____

MARIAN R. EMCH
Notary Public, State of Ohio
Commission Expires 1-19-2009

ASSIGNEE: WELLS FARGO EQUIPMENT FINANCE, INC.

By: Marka Kettle

Name: Marka Kettle

Title: Sr. Contract Administrator

STATE OF Minnesota)
) ss:
COUNTY OF Hennepin)

Before me, a Notary Public, in and for said county and state, personally appeared Marka Kettle, the Sr. Contract Administrator of Wells Fargo Equipment Finance, Inc., a Minnesota corporation, who acknowledged that he/she being thereunto duly authorized, did sign the foregoing instrument in behalf of said corporation and by authority of its Board of Directors on behalf of the corporation and that the same is the free act and deed of said officer and of said corporation.

In Testimony Whereof, I have hereunto set my hand and official seal at Minneapolis, MN this 10th day of February, 2005.



Patti H. DeYoung
Notary Public
My Commission Expires: 1/31/2010

EXHIBIT "A"

Bunge North America, Inc.

16 Covered Hoppers

200101-BNAR13

Deal #R00635

1	AEX 008600
2	AEX 008604
3	AEX 008608
4	AEX 008609
5	AEX 008612
6	AEX 008613
7	AEX 008618
8	AEX 008621
9	AEX 008726
10	AEX 009052
11	AEX 009063
12	AEX 009106
13	AEX 009107
14	AEX 009109
15	AEX 009145
16	AEX 009148

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: _____

2/18/05



Robert W. Alvord